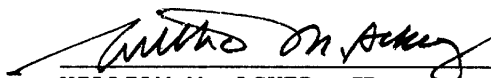


prospect, but the court detects no good reason for plaintiffs not to have sought leave to offer their proposed amendment at least by October 19, 1998, when they were granted leave to amend despite the then deadline of April 20, 1998. Rule 16(b) provides: "A schedule shall not be modified except upon a showing of good cause." The court must have found such "good cause" on October 19, 1998. The court cannot find "good cause" today.

In an exercise of its discretion, the court, by separate order, will deny plaintiffs' motion for leave to amend, rendering moot defendants' request for oral argument.

DONE this 17th day of May, 1999.



WILLIAM M. ACKER, JR.
UNITED STATES DISTRICT JUDGE